

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Consumers Car Club, Inc.		07/12/2001	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Next Phase Media, Inc.		
Also Known As:	AKA Reply! Inc.		
Street Address:	1350 Treat Blvd., Suite 350		
City:	Walnut Creek		
State/Country:	CALIFORNIA		
Postal Code:	94597		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2458695	CARCLUB.COM	
CORRESPONDENCE DATA			
Fax Number:	(415)836-2501		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	4158362500		
Email:	tmdocket@dlapiper.com,eugene.pak@dlapiper.com		
Correspondent Name:	Eugene Pak c/o DLA Piper US LLP		
Address Line 1:	153 Townsend Street, Suite 800		
Address Line 4:	San Francisco, CALIFORNIA 94107		
ATTORNEY DOCKET NUMBER:	353952-900110		
NAME OF SUBMITTER:	Eugene Pak		
Signature:	/Eugene Pak/		
Date:	11/14/2006		

TRADEMARK

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CH 2458695 \$40.00

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement (the "Assignment Agreement") is entered into by and between Next Phase Media, Inc., a California corporation ("Assignee"), on the one hand, and Consumers Car Club, Inc., a California corporation ("Assignor"), on the other hand.

1. Assigned Mark. The term "Assigned Mark" shall refer to the word service mark "carclub.com" Reg. No. 2,458,695 filed with the U.S. Patent and Trademark Office.

2. Assignment. Assignor hereby assigns and conveys to Assignee all of Assignor's right, title and interest in and to the Assigned Mark, and Assignee hereby accepts and assumes all of Assignor's right, title, interest and obligations in and to the Assigned Mark. These rights shall include, but shall not be limited to, all rights to use, copy, modify and exploit the Assigned Mark; the right to exclude others from using the Assigned Mark; the right to license, assign, convey, and pledge the Assigned Mark to others; the right to sue others and to collect damages for future infringements of the Assigned Mark; the right to create derivatives of the Assigned Mark and to retain full ownership of such derivatives; and the right to file and prosecute applications to protect trademark rights in the Assigned Mark.

ASSIGNEE:

NEXT PHASE MEDIA, INC.

By: [Signature]
Print Name: Peyam Zaman
Its: CEO
Dated: 7/12/01

ASSIGNOR:

CONSUMERS CAR CLUB, INC.

By: [Signature]
Print Name: John M. Spilman
Its: Chief Legal Officer & Secretary
Dated: July 12, 2001

09/30/03 TUE 17:16 [TX/RX NO 7080]

RECORDED: 11/14/2006

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